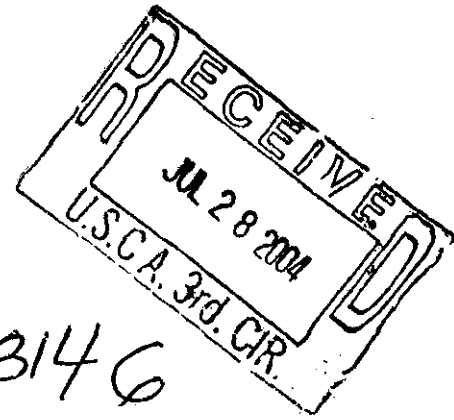


UNITED STATES COURT OF APPEALS
FOR THE THIRD CIRCUIT



KMC Telecom Holdings, Inc.,

Petitioner,

v.

Federal Communications Commission and
the United States of America,

Respondents.

04-3146
Case No. 04-_____

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AUG - 4 2004

Federal Communications Commission
Office of Secretary

PETITION FOR REVIEW

KMC Telecom Holdings, Inc. ("KMC"), by its attorneys and pursuant to 47 U.S.C. § 402(a), 28 U.S.C. §§ 2342 and 2344, and Fed. R. App. P. and Local Rule 15, respectfully petitions this Court for review of the Second Report and Order of the Federal Communications Commission ("FCC") issued in the matter of *Review of the Section 251 Unbundling Obligations of Incumbent Local Exchange Carriers*, CC Docket No. 01-338, FCC 04-164 (rel. July 13, 2004) ("*Order*"). A summary of the Order was published in the Federal Register on July 21, 2004, at 69 Fed. Reg. 43762. Petitioner appends the *Order* hereto.

KMC, sole owner of several competitive local exchange carriers, participated in the underlying agency proceeding and is adversely affected by the *Order*. KMC seeks relief on the ground that the *Order* is unlawful, in that it is arbitrary, capricious, contrary to the statute, in excess of statutory jurisdiction, unsupported by substantial evidence, and otherwise contrary to law. 5 U.S.C. § 706(2). KMC asks this Court to hold those portions of the Order to be unlawful and to vacate the *Order* or, in the alternative, to reverse it and remand these issues to the FCC.

Venue is proper in this Court pursuant to 28 U.S.C. § 2343.

Respectfully submitted,

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Dated: July 27, 2004

** Admitted to this Court July 27, 2004

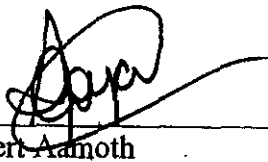
KMC Telecom Holdings, Inc.,
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the United States of America,
Respondents.

Pursuant to Rule 26.1 of the Federal Rules of Appellate Procedure and Local Rule 26.1, KMC Telecom Holdings, Inc. ("KMC"), hereby submits this disclosure statement.

KMC is a privately held corporation. GE Capital Corporation, a publicly held entity traded under the symbols "GEA" and "GEC," owns 10% or more of KMC Telecom Holdings, Inc.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I, Stephanie A. Joyce, hereby certify that on this 27th day of July 2004, the foregoing Petition for Review and Corporate Disclosure of KMC Telecom Holdings, Inc. were served upon the following parties via electronic* and First Class Mail:


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